

COMMERCE BANK

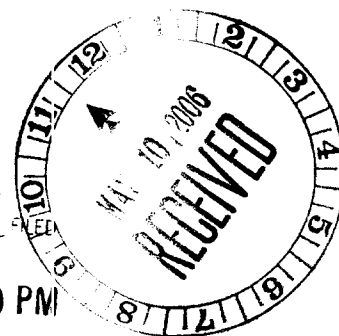
May 4, 2006

Hon. Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Building, #771
1925 K Street NW
Washington, DC 20423-0001

RECORDATION NO. 25331-B

MAY 10 '06

4-20 PM



SURFACE TRANSPORTATION BOARD

Re: Documents for Recordation

Dear Mr. Williams:

I have enclosed an original and one copy of the document described below, to be recorded pursuant to 49 USC § 11301 and 49 CFR Part 1177.

The document is a Partial Termination and Release of Lien of Master Equipment Lease, a secondary document dated May 4, 2006.

The primary document to which this document is connected was recorded under Recordation No. 25331 on December 8, 2004.

The names and addresses of the parties to the document are as follows:

Lessor: **COMMERCE BANK**
7650 Edinborough Way, Suite 150
Edina, Minnesota 55435

Lessee: **PROGRESSIVE RAIL INCORPORATED**
21778 Highview Avenue
Lakeville, Minnesota 55044.

A description of the equipment covered by the document on which the lien is released follows:

A lien on the four (4) boxcars identified in more detail on Exhibit A to this letter.

Centennial Lakes Office

7650 Edinborough Way
Suite 150 ■ Edina, MN 55435

OFFICE: 952/841-9750
FAX: 952/841-9755

www.commercebankmn.com

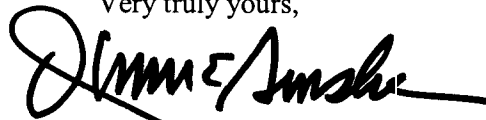
Hon. Vernon A Williams, Secretary
Surface Transportation Board
May 4, 2006
Page 2 of 2

A fee of \$34.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to my attention.

A short summary of the document to appear in the index follows:

Partial Termination and Release of Lien of Master Equipment Lease dated May 4, 2006, by Commerce Bank in favor of Progressive Rail Incorporated, et al, partially terminating the lease and lien with respect to four (4) boxcars under that certain Master Equipment Lease dated May 28, 2004, with Recordation No. 25331.

Very truly yours,

A handwritten signature in black ink, appearing to read "James E. Senske", written over a horizontal line.

James E. Senske
President

JES:mcf
Enclosures

RECORDATION NO. 25331-B FILED

MAY 10 '06

4-20 PM

SURFACE TRANSPORTATION BOARD

Partial Termination and Release of Lien of Master Equipment Lease

Whereas, Commerce Bank ("Lessor") has leased to Progressive Rail Incorporated ("Lessee") under a certain Master Equipment Lease dated May 28, 2004 ("Lease"), sixteen (16) boxcars; and

Whereas, there has been a partial payment of the Lease by the Lessee, and by such act, Lessor agrees to terminate the Lease with respect to the four (4) boxcars described on Exhibit A.

Now, Therefore, For Good and Valuable Consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned Lessor hereby terminates its lease with respect to the four (4) boxcars and releases its lien with respect to the four (4) boxcars described on Exhibit A.

In Witness Whereof, said Lender has caused this Partial Termination and Release of Lien to be duly executed on this 4th day of May, 2006.

Attest:

Commerce Bank

Michele Gault

By: [Signature]

Name: James E. Senske

Title: President

EXHIBIT A

Description of Railroad Cars Four (4) R610 60' 100-Ton Insulated Boxcars

Count	Old Car #	New Car #
1	HCGX 1320	PGR 1320
2	HCGX 1323	PGR 1323
3	HCGX 1331	PGR 1331
4	HCGX 1341	PGR 1341

STATE OF MINNESOTA)

) SS:

COUNTY OF HENNEPIN)

ON THIS, 4th day of May, 2006, before me, the undersigned officer, personally appeared James E. Senake, who acknowledged himself/herself to be President of COMMERCE BANK, and being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the institution by himself/herself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Michelle Cluth
Notary Public
My commission expires: January 31, 2011

